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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE:	)	
	)	
DELPHI CORPORATION, <i>et al.</i> ,	)	CASE NO. 05-44481 (RDD)
	)	(Jointly Administered)
Debtors.	)	Chapter 11

**CONDITIONAL WITHDRAWAL OF OBJECTIONS OF LORENTSON  
MANUFACTURING COMPANY TO NOTICE OF CURE AMOUNT  
WITH RESPECT TO EXECUTORY CONTRACT OR UNEXPIRED  
LEASE TO BE ASSUMED AND ASSIGNED IN CONNECTION  
WITH THE SALE OF INTERIORS AND CLOSURES BUSINESSES**

Lorentson Manufacturing Company ("Lorentson"), by counsel, hereby files this Conditional Withdrawal of its (1) Objection of Lorentson Manufacturing Company to Notice of Cure Amount with Respect to Executory Contract or Unexpired Lease to be Assumed and Assigned in Connection with the Sale of Interiors and Closures Businesses, filed herein on November 23, 2007 as Docket No. 11061; and (2) Limited Objection of Lorentson Manufacturing Company to Notice of Cure Amount with Respect to Executory Contract or Unexpired Lease to be Assumed and Assigned in Connection with the Sale of Interiors and Closures Businesses; filed herein on December 7, 2007 as Docket No. 11353 (collectively the "Objections"). Lorentson is withdrawing its Objections (and will not appear at the hearing on Thursday, December 20, 2007), at the request of Delphi, based on representations by Delphi's

counsel that Lorentson retains the right to assert a general unsecured claim for prepetition amounts with respect to the purchase orders. Lorentson reserves all rights to renew its Objections if the Response that Delphi files does not recognize such rights.

DATED: December 19, 2007

Respectfully submitted,

/s/ Michael A. Trentadue

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Attorneys for Lorentson Manufacturing Company

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing has been served upon the following parties,  
via first class United States mail, postage pre-paid, on the 19<sup>th</sup> day of December, 2007:

The Honorable Robert D. Drain  
United States Bankruptcy Court for the  
Southern District of New York  
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